

Dalton David  
 Form 3  
 January 18, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|                                              |          |                                      |                                                                        |                                                      |
|----------------------------------------------|----------|--------------------------------------|------------------------------------------------------------------------|------------------------------------------------------|
| 1. Name and Address of Reporting Person *    |          | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol                            |                                                      |
| Â Dalton David                               |          | (Month/Day/Year)                     | BlueLinX Holdings Inc. [BXC]                                           |                                                      |
| (Last)                                       | (First)  | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|                                              |          | 01/17/2006                           |                                                                        |                                                      |
| BLUELINX CORPORATION,Â 4300 WILDWOOD PARKWAY |          |                                      | (Check all applicable)                                                 |                                                      |
|                                              | (Street) |                                      | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner                   |
|                                              |          |                                      | <input checked="" type="checkbox"/> Officer                            | <input type="checkbox"/> Other                       |
|                                              |          |                                      | (give title below) (specify below)                                     |                                                      |
|                                              |          |                                      | Senior Vice President - West                                           |                                                      |
| ATLANTA,Â GAÂ 30339                          |          |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |                                                      |
| (City)                                       | (State)  | (Zip)                                | <input checked="" type="checkbox"/> Form filed by One Reporting Person |                                                      |
|                                              |          |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |                                                      |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |                                                       |                                                          |                                                       |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|                                            |                                                          |                                                                             |                                                        |                                                      |                                                       |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------|-------------------------------------------------------|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|                                            | Date Exercisable                                         | Expiration Date                                                             | Title                                                  | Amount or Number of                                  |                                                       |

|                                                        |                  |                  |                 | Shares |         | or Indirect<br>(I)<br>(Instr. 5) |   |
|--------------------------------------------------------|------------------|------------------|-----------------|--------|---------|----------------------------------|---|
| Employee Stock Option<br>(right to buy) <sup>(1)</sup> | Â <sup>(2)</sup> | Â <sup>(3)</sup> | Common<br>Stock | 22,000 | \$ 3.75 | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                     | Relationships |           |                                |       |
|------------------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                                    | Director      | 10% Owner | Officer                        | Other |
| Dalton David<br>BLUELINX CORPORATION<br>4300 WILDWOOD PARKWAY<br>ATLANTA, GA 30339 | Â             | Â         | Â Senior Vice President - West | Â     |

## Signatures

/s/ David Dalton                      01/17/2006  
 \_\_Signature of                              Date  
 Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These stock options are granted pursuant to the terms of the BlueLinx Holdings Inc. Equity Incentive Plan.  
 Seventy percent of the options granted to Mr. Dalton will vest on the first, second and third anniversary of the grant date of August 30, 2004 in the proportion of 34%, 33% and 33%, respectively. The remaining thirty percent of his options will vest in equal amounts on
- (2) December 31 following each of the first, second, third and fourth anniversary of the date of grant, provided that certain performance targets established by the Company's board or compensation committee are attained.
- (3) Options expire on March 15th of the calendar year following the year during which they vest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.